

B 210A (Form 210A) (12/09)

United States Bankruptcy Court
Southern District of New York

In re Lehman Brothers Holdings Inc., et al., Debtors.

Case No. 08-13555 (JMP)
(Jointly Administered)

PARTIAL TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Goldman Sachs Lending Partners LLC

Name of Transferee

Strategic Value Special Situations Master Fund II,

L.P.

Name of Transferor

Name and Address where notices to transferee
should be sent:

c/o Goldman, Sachs & Co.
30 Hudson Street, 5th Floor
Jersey City, NJ 07302
Attn: Michelle Latzoni
Email: gsd.link@gs.com
Tel: (212)934-3921

Court Claim # (if known): 19487

Amount of Claim: \$580,000,000.00 (as allowed)

Transferred Amount: \$454,338.35 (as allowed)

Date Claim Filed: 9/18/09

Debtor: Lehman Commercial Paper Inc.

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

GOLDMAN SACHS LENDING PARTNERS LLC

By:  **Michelle Latzoni**
Name of Transferee/Transferee's Agent **Authorized Signatory** Date: 2/22/13

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: THE DEBTOR AND THE BANKRUPTCY COURT

For value received, the adequacy and sufficiency of which are hereby acknowledged, **Strategic Value Special Situations Master Fund II, L.P.** (“Assignor”) hereby unconditionally and irrevocably sells, transfers and assigns to **Goldman Sachs Lending Partners LLC** (the “Assignee”) an undivided portion equal to **\$454,338.35** (the “Assigned Claim”) of its right, title, interest, claims and causes of action in and to, or arising under or in connection with, its claim (as such term is defined in Section 101(5) of the U.S. Bankruptcy Code) reflected in proof of claim No. 19487 filed by Assignor or its predecessor-in-interest with the Bankruptcy Court as settled and allowed in the amount of \$580,000,000.00 by Bankruptcy Court Order dated November 18, 2011, against **Lehman Commercial Paper Inc.** (the “Debtor”), the debtor in Case No. **08-13900** (“Case”) pending in the United States Bankruptcy Court for the Southern District of New York (the “Bankruptcy Court”).

Assignor hereby waives any objection to the transfer of the Assigned Claim to Assignee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Assignor transferring to Assignee the foregoing Assigned Claim, recognizing Assignee as the sole owner and holder of the Assigned Claim, and directing that all payments or distributions of money or property in respect of the Assigned Claim be delivered or made to the Assignee.

IN WITNESS WHEREOF, this EVIDENCE OF TRANSFER OF CLAIM is executed
this February 22, 2013.

GOLDMAN SACHS LENDING PARTNERS LLC

By: 

Name:

Title:

Michelle Latzoni
Authorized Signatory

STRATEGIC VALUE SPECIAL SITUATIONS
MASTER FUND II, L.P.

By: SVP Special Situations II, LLC
Its Investment Manager

By: _____

Name:

Title:

IN WITNESS WHEREOF, this EVIDENCE OF TRANSFER OF CLAIM is executed
this February 22, 2013.

GOLDMAN SACHS LENDING PARTNERS LLC

By: _____
Name:
Title:

STRATEGIC VALUE SPECIAL SITUATIONS
MASTER FUND II, L.P.

By: SVP Special Situations II, LLC
Its Investment Manager

By: _____
Name: Lewis Schwartz
Title: Chief Financial Officer